

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Northern District of California
(State)

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name The Brown Sugar Kitchen, LLC

2. All other names debtor used in the last 8 years
Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) 8 7 - 0 8 1 3 1 7 4

4. Debtor's address

Principal place of business		Mailing address, if different from principal place of business
<u>2534 Mandela Parkway</u> Number Street		 Number Street
 <u>Oakland, CA 94607</u> City State ZIP Code		 P.O. Box
 <u>Alameda</u> County		 City State ZIP Code
		Location of principal assets, if different from principal place of business
		 Number Street
		 City State ZIP Code

5. Debtor's website (URL) _____

6. Type of debtor

- ☐ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☒ Partnership (excluding LLP)
☐ Other. Specify: _____

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes> .

8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
☐ Chapter 9
☒ Chapter 11. Check all that apply:

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY

District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No

☒ Yes. Debtor See attached Relationship Affiliates

District _____ When _____
MM / DD / YYYY

Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property?

Number _____ Street _____

City _____ State ZIP Code _____

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

Debtor The Brown Sugar Kitchen, LLC
Name

Case number (if known) _____

13. Debtor's estimation of available funds

Check one:

- ☐ Funds will be available for distribution to unsecured creditors.
☒ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input checked="" type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 5/12/2021
MM / DD / YYYY

x Tanya Holland
Signature of authorized representative of debtor

Title Manager

Tanya Holland, Manager

Printed name Provence Assets Holding Company, LLC

Debtor The Brown Sugar Kitchen, LLC
Name

Case number (if known) _____

18. Signature of attorney

X /s/ Simon Aron
Signature of attorney for debtor

Date 05/17/2021
MM / DD / YYYY

Simon Aron

Printed name
Wolf, Rifkin, Shapiro, Schulman & Rabkin, LLP

Firm name
11400 West Olympic Blvd., 9th Floor

Number Street
Los Angeles,

City

(310) 478-4100

Contact phone

CA 90064
State ZIP Code

saron@wrslawyers.com

Email address

108183

Bar number

CA
State

Fill in this information to identify the case and this filing:

Debtor Name The Brown Sugar Kitchen, LLC

United States Bankruptcy Court for the: Northern District of CA
(State)

Case number (if known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

5/12/2021
MM / DD / YYYY

Tanya Holland
Signature of individual signing on behalf of debtor

Tanya Holland
Printed name

Manager, Provence Assets Holding Company, LLC
Position or relationship to debtor

Fill in this information to identify the case:Debtor name The Brown Sugar Kitchen, LLCUnited States Bankruptcy Court for the: Northern District of CA
(State)

Case number (If known): _____

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Alameda County Dept. of Environmental Health 1131 Harbor Bay Pkwy Alameda, CA 94502						\$2,789.00
2	Alexander Tchikh 24545 Leona Drive Hayward, CA 94542						\$3,756.93
3	Bay Alarm Company 9836 Kitty Lane Oakland, CA 94603						\$1,194.66
4	Beaune Imports 1490 66th Street Emeryville, CA 94608						\$3,045.60
5	California Waste Solutions 1820 10th Street Oakland, CA 94607						\$1,247.00
6	Classic Services, LLC 1148 Lokoya Rd Napa, CA 94558						\$6,437.13
7	Donahue Fitzgerald 1999 Harrison St, 26th Floor Oakland, CA 94612						\$25,833.34
8	East Bay Restaurant Supply Inc. 49 4th Street Oakland, CA 94607						\$962.87

Debtor

The Brown Sugar Kitchen, LLC
Name

Case number (if known)

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	East Bay Municipal Utility District P.O. Box 24055 MS 42 Oakland, CA 94623-1055						\$3,151.64
10	Ecolab Pest Elimination Division P.O. Box 32027 New York, NY 10087						\$2,131.84
11	F.I. Administrators 2144 4th Street San Rafael, CA 94901						\$1,400.00
12	Franchise Tax Board P.O. Box 942857 Sacramento, CA 94257-0500						\$6,000.00
13	Hachette Book Group 53 State Street Boston, MA 02109						\$1,121.33
14	Henry C. Levy Alameda County Tax Collector 1221 Oak St., #131 Oakland, CA 94612						\$3,316.68
15	K. Doving Co. Inc. 1165 Folsom Street San Francisco, CA 94103						\$1,187.76
16	Kelvin Tse 8 Bates Blvd. Orinda, CA 94563						\$3,600.00
17	Kristen Green Public Relations 2030 Moraga Street San Francisco, CA 94122						\$1,000.00
18	Kurt Schmitz, Jr. Inc. 410 Hester Street San Leandro, CA 94577						\$7,254.27
19	Main Street Launch 2101 Webster St #1200 Oakland, CA 94612						\$22,581.71
20	Waste Management 172 98th Ave Oakland, CA 94603						\$1,803.46

Acme Fire Extinguisher Co
1305 Fruitvale Ave
Oakland, CA 94601

Alameda County Environmental Health
1131 Harbor Bay Pkwy
Alameda, CA 94502

Alexander Tchikh
24545 Leona Drive
Hayward, CA 94542

Auto-Chlor System
1350 14th Street
Oakland, CA 94607

Bay Alarm Company
9836 Kitty Lane
Oakland, CA 94603

Bay Area Distributing Co Inc
1061 Factory Street
Richmond, CA 94804

Bay Area Restaurant Services
20 Sage Hill Court
Danville, CA 94526

Bay Edge Inc
1456 Fourth Street
Berkeley, CA 94710

Beaune Imports
1490 66th Street
Emeryville, CA 94608

Beverly Tucker
4080 Sequoyah Road
Oakland, CA 94605

Bicycle Coffee LLC
364 2nd Street
Oakland, CA 94607

Brandes Printing Company
726 Addison Street
Berkeley, CA 94710

California Waste Solutions
1820 10th Street
Oakland, CA 94607

The Chef's Warehouse
1250 Whipple Rd
Union City, CA 94587

City of Oakland
1 Frank H Ogawa Plaza
Oakland, CA 94612

Civicorps
101 Myrtle Street
Oakland, CA 94607

Classic Services LLC
1148 Lokoya Rd
Napa, CA 94558

Dogtown Development LLC
3294 Louise Street
Oakland, CA 94608

Donahue Fitzgerald
1999 Harrison St 26th Floor
Oakland, CA 94612

East Bay Restaurant Supply Inc
49 4th Street
Oakland, CA 94607

East Bay Municipal Utility District
P.O. Box 24055 MS 42
Oakland, CA 94623-1055

Ecolab Pest Elimination Division
PO Box 32027
New York, NY 10087

Edible East Bay LLC
1791 Solano Ave #D14
Berkeley, CA 94707

Elizabeth Costello Trust
A Elizabeth Costello 2006 Trust
200 California St Ste 300
San Francisco, CA 94111

FI Administrators
2144 4th Street
San Rafael, CA 94901

FasTrak
375 Beale Street
San Francisco, CA 94105

Franchise Tax Board
P.O. Box 942857
Sacramento, CA 94257-0500

Hachette Book Group
53 State Street
Boston, MA 02109

Hartford
33 New Montgomery Street
San Francisco, CA 94105

Henry C Levy
Alameda County Tax Collector
1221 Oak St #131
Oakland, CA 94612

IPFS Corporation
49 Stevenson St #1275
San Francisco, CA 94105

K Doving Co Inc
1165 Folsom Street
San Francisco, CA 94103

Kaiser Foundation Health Plan
1950 Franklin Street
Oakland, CA 94612

Kathryn Porter
3242 Louise Street
Oakland, CA 94608

Kelvin Tse
8 Bates Blvd
Orinda, CA 94563

Kristen Green Public Relations
2030 Moraga Street
San Francisco, CA 94122

Kurt Schmitz Jr Inc
410 Hester Street
San Leandro, CA 94577

Lexus Financial Services
PO Box 15012
Chandler, AZ 85244

Main Street Launch
2101 Webster St #1200
Oakland, CA 94612

Matt Novak
1510 32nd Street
Emeryville, CA 94608

Merrit Sher
225 108th Ave NE Ste 520
Bellevue, WA 98004

Nowak Family Trust
747 N Wabash Ave #1903
Chicago, IL 60611

Palmisano Trust
The Palmisano 1996 Revocable Trust
3701 Buchanan St 2nd Floor
San Francisco, CA 94123

Paul Pezcon
1424 Magnolia Street
Oakland, CA 94607

Petaluma Farms
700 Cavanaugh Lane
Petaluma, CA 94952

PG&E
PO Box 997300
Sacramento, CA 95899

RMS (Personnel Concepts)
3200 E Guasti Rd Ste 300
Ontario, CA 91761

SESAC, LLC
Attn General Counsel
152 West 57th St 57th Floor
New York, NY 10019

Starline Supply Company
2401 Peralta Street
Oakland, CA 94607

Steve & Tiffanie Kalmbach
79 Hazel Lane
Oakland, CA 94611

T Elenteny Imports
131 Camino Alto
Mill Valley, CA 94941

Universal Steam Inc
PO Box 589
Oakley, CA 94561

Uphold Wines
Hassett Lane
Healdsburg, CA 95448

Waste Management
172 98th Ave
Oakland, CA 94603

Wine Warehouse
PO Box 45616
San Francisco, CA 94145

CERTIFICATE OF MEMBERSHIP OF THE BROWN SUGAR KITCHEN, LLC, A
CALIFORNIA LIMITED LIABILITY COMPANY

I, Tanya Holland (“TH”) do hereby certify:

That I am a duly appointed and acting manager of Brown Sugar Kitchen, LLC, a California limited liability company (the “Company”).

That a special meeting of the board of managers of the Company was duly held on March 31, 2021, at which time the following resolutions were duly enacted, and the same remain in full force and effect, without modification, as of the date hereof:

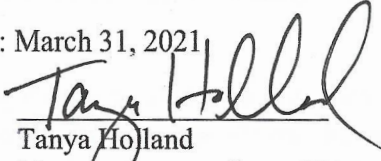
RESOLVED, based upon prior events and the advice of counsel, that it is desirable and in the best interests of the Company, their creditors, employees, members and other interested parties, that a Petition be filed by the Company under the provisions of Chapter 11 of the Bankruptcy Code (11 U.S.C. §§101 et. seq.).

FURTHER RESOLVED that a Petition under said Chapter 11 shall be filed and submitted on behalf the Company and the same hereby is approved and adopted in all respects, and TH, as manager of the Company, is hereby authorized and directed on behalf of and in the name of the Company, to execute and verify such Petition and to cause the same to be filed with the United States Bankruptcy Court, Northern District of California.

FURTHER RESOLVED that TH, as manager of the Company, be and hereby is authorized on behalf of the Company to execute and file all petitions, schedules, lists and other papers to take any and all action which he may deem necessary and proper in connection with such proceedings under said Chapter 11, and in that connection to retain and employ all assistance by legal counsel or otherwise which he may deem necessary and proper with a view to the successful conclusion of such proceedings.

FURTHER RESOLVED, that WOLF, RIFKIN, SHAPIRO, SCHULMAN & RABKIN, LLP, be and hereby is retained as attorneys for the Company in connection with the institution of and maintaining of such proceedings.

Dated: March 31, 2021


Tanya Holland
Manager, Brown Sugar Kitchen, LLC

4535819.1

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